

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

)	
In re)	PROMESA
)	Title III
THE FINANCIAL OVERSIGHT AND)	
MANAGEMENT BOARD FOR PUERTO RICO,)	No. 17 BK 3283-LTS
)	
As a representative of)	(Jointly Administered)
)	
THE COMMONWEALTH OF PUERTO RICO)	Re: Dkt. No. 22847
<i>et al.</i> ,)	
)	
Debtors. ¹)	
)	

ORDER ALLOWING TENTH INTERIM AND CONSOLIDATED SEMIANNUAL
APPLICATION OF THE FEE EXAMINER AND GODFREY & KAHN, S.C. BUT
ADJOURNING ONLY THE TAX WITHHOLDING ISSUE

This matter coming before the Court on the *Tenth Interim and Consolidated Semiannual Application of the Fee Examiner and Godfrey & Kahn, S.C., Counsel to the Fee Examiner, for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period From April 1, 2022 Through September 30, 2022* (Docket Entry No. 22847 in Case No. 17-3283) (the “Application”), pursuant to section 316 of the *Puerto Rico Oversight*,

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Management and Economic Stability Act (“PROMESA”), 48 U.S.C. §§ 2101-2241, and Rule 2016 of the Federal Rules of Bankruptcy Procedure, for the interim allowance of certain fees and expenses, including all holdbacks, incurred by the applicants for the specific period of time set forth in the Application (the “Compensation Period”), filed in accordance with the *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* (Docket Entry No. 20546) (the “Interim Compensation Order”), the *Sixteenth Amended Notice, Case Management and Administrative Procedures* (Docket Entry No. 20190-1) (the “Case Management Procedures”), the *First Amended Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* (Docket Entry No. 3324) (the “Fee Examiner Order”), and the *Order Authorizing the Employment of Godfrey & Kahn, S.C. as Counsel to the Fee Examiner* (Docket Entry No. 1993), and the Court having reviewed the Application; and the Court finding that:

- (a) the Court has jurisdiction over this matter pursuant to PROMESA section 306(a); and
- (b) notice of the Application and the hearing thereon was adequate under the circumstances; and
- (c) all parties with notice of the Application have been afforded the opportunity to be heard on the Application, and no objections having been filed; now therefore

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED IN PART on an interim basis as set forth herein.
2. The applicants are allowed (a) \$893,779.30 in interim compensation for services rendered during the Compensation Period, and (b) \$103.90 in interim reimbursement for actual and necessary expenses incurred during the Compensation Period, including any and all holdbacks.

3. The matter of \$116,526.30 in tax withholdings, the refund of which was part of the Application, will be adjourned to the February 1, 2023 omnibus hearing date.

4. To the extent not already paid pursuant to the Interim Compensation Order, the Debtors are hereby authorized and directed to pay the applicants—within 15 days of the entry of this order—100 percent of the fees for services rendered, 100 percent of the expenses incurred during the Compensation Period, but, pending further hearing, no part of the previously-withheld tax withholdings described above shall be paid.

Dated: December 13, 2022.

/s/ Laura Taylor Swain

THE HONORABLE LAURA TAYLOR SWAIN
UNITED STATES DISTRICT COURT JUDGE